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8 **UNITED STATES BANKRUPTCY COURT**
9 **NORTHERN DISTRICT OF CALIFORNIA**
10 **SAN FRANCISCO DIVISION**
11

12 **In re:**

13 **PG&E CORPORATION,**

14 **-and-**

15 **PACIFIC GAS AND ELECTRIC**
16 **COMPANY,**

17 **Debtors.**

- 18 ☐ Affects PG&E Corporation
19 ☒ Affects Pacific Gas and Electric Company
20 ☐ Affects both Debtors

21 ** All papers shall be filed in the Lead Case,*
22 *No. 19-30088 (DM).*

Bankruptcy Case
No. 19-30088

Chapter 11

(Lead Case)

(Jointly Administered)

**EXELON CORPORATION AND AV
SOLAR RANCH 1, LLC, JOINDER IN
MOTION FOR LIMITED RELIEF FROM
STAY TO PARTICIPATE IN
APPELLATE PROCEEDINGS WITH
RESPECT TO FERC ORDERS
(DKT. NO. 2400)**

Date: June 26, 2019
Time: 9:30 a.m. (PDT)
Dept.: United States Bankruptcy Court
Courtroom 17, 16th Floor
San Francisco, CA 94102

Deadline for Objections: June 21, 2019
4:00 p.m. (PDT)

26 Exelon Corporation (“**Exelon**”) and AV Solar Ranch 1, LLC (“**AVSR-1**” and, together
27 with Exelon, the “**Exelon Parties**”), hereby join in the *Motion for Limited Relief from Stay to*
28 *Participate in Appellate Proceedings With Respect to FERC Orders* (Dkt. No. 2400) (the

1 “**NextEra Motion**”) and request that any order modifying the automatic stay to permit Pacific
2 Gas and Electric Company (“**PG&E**”) to appeal from the FERC Orders (defined below) also
3 provide that the automatic stay be modified as to the Exelon Parties to the extent requested in the
4 NextEra Motion, and in support thereof, state as follows:

5 1. AVSR-1 is an indirect wholly owned subsidiary of Exelon.

6 2. On January 22, 2019, Exelon filed a petition before the Federal Energy Regulatory
7 Commission (“**FERC**”) commencing the matter of *Exelon Corp. v. Pacific Gas & Elec. Co.*, No.
8 EL19-36-001 (the “**Exelon FERC Proceeding**”). On January 28, 2019, FERC issued its *Order on*
9 *Petition for Declaratory Order and Complaint* in the Exelon FERC Proceeding (the “**Exelon**
10 **FERC Order**”).

11 3. On February 25, 2019, PG&E filed a petition seeking rehearing of the Exelon
12 FERC Order. On May 1, 2019, FERC issued its *Order Denying Rehearing* in the Exelon FERC
13 Proceeding (the “**Order Denying Rehearing**”). In addition to denying PG&E’s petition for
14 rehearing in the Exelon FERC Proceeding, the Order Denying Rehearing denied PG&E’s petition
15 for rehearing in a FERC proceeding initiated by NextEra Energy, Inc. and NextEra Energy
16 Partners, L.P. (the “**NextEra FERC Proceeding**”).

17 4. On June 3, 2019, PG&E filed its *Motion of the Utility for Limited Relief from the*
18 *Automatic Stay to Appeal Certain Matters Pending Before the Federal Energy Regulatory*
19 *Commission* in this bankruptcy case (Dkt. No. 2359) (the “**PG&E Motion**”). The PG&E Motion
20 seeks an order modifying the automatic stay in this case:

21 To permit the Utility, should it elect to do so, to file notices of appeal
22 to the Court of Appeals from our relating to certain orders issued by
23 the Federal Regulatory Commission (“**FERC**”) in proceedings
24 before FERC, all as more specifically identified and defined in the
following Memorandum of Points and Authorities (the “**FERC**
Orders”), and to prosecute such appeals to conclusion.

25 PG&E Motion at 2:9-13. As defined in the PG&E Motion, the “**FERC Orders**” include the
26 Exelon FERC Order and the Order Denying Rehearing.

27 5. On June 5, 2029, NextEra Energy, Inc. and NextEra Energy Partners, L.P. filed the
28 NextEra Motion, which seeks an order permitting NextEra to participate in any appeal that PG&E

1 may file in relation to the FERC Orders as defined in the PG&E Motion. For the reasons set forth
2 in the NextEra Motion, cause exists to modify the automatic stay to permit Exelon and AVSR-1
3 to participate in PG&E's contemplated appellate proceedings that, if filed, would seek review of
4 orders obtained in the Exelon FERC Proceeding. Accordingly, Exelon and AVSR-1 respectfully
5 request that any order modifying the automatic stay as requested in the PG&E Motion and the
6 NextEra Motion also modify the automatic stay as to Exelon and AVSR-1 to permit Exelon and
7 AVSR-1 to participate in any appeal from the Exelon FERC Order or the Order Denying
8 Rehearing.

9 Dated: June 5, 2019

MORGAN, LEWIS & BOCKIUS LLP

11 By: /s/ Richard W. Esterkin
12 Richard W. Esterkin

13 Attorney for Exelon Corporation and
14 AV Solar Ranch I, LLC